

CONSTITUTION

AND

BY - LAWS

OF THE

HAMILTON

Co - Operative Association.

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CONSTITUTED DECEMBER, 1864.
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HAMILTON, C. W.:

"EVENING TIMES" STEAM JOB PRESS, HUGHSON STREET.

1864.

**THE
HAMILTON CO-OPERATIVE ASSOCIATION.**

PRESIDENT, VICE-PRESIDENT,
JAMES HORSBURGH. MATTHEW HOWLES.

RECORDING SECRETARY, FINANCIAL SECRETARY,
THOMAS TAYLOR. JOHN GREGG.

TREASURER—DONALD FRASER.

DIRECTORS:

JOHN MONTEITH.
WM. H. ROBINSON.
S. V. KING.
ARCHIBALD WHITTAKER.
JOHN MACLEAN.
RICHARD ELLICOTT.

S. S. EATON.
W. J. TAYLOR.
JOHN BURROWS.
MURDOCH A. GRAHAM.
D. A. MOFFATT.
JAMES MCNEILL.

Trustees:

DAVID McCULLOCH. | ADAM LAIDLAW. | PETER BAYNE.

CONSTITUTION AND BY-LAWS.

1. The name of this Association shall be "THE HAMILTON CO-OPERATIVE ASSOCIATION."

2. The objects of this Association are, to carry out the principle of co-operation between seller and purchaser in the buying and selling of food, firing, clothing and other necessities, with the view of ameliorating the condition of the working classes, and, in furtherance thereof, to begin with the establishment of a Co-operative Store.

3. The officers of this Association shall consist of a President, Vice-President and twelve Directors, who together shall constitute the Board of Directors; also, a Recording Secretary, a Financial Secretary, a Treasurer and three Trustees. All these officers shall be elected by ballot.

4. The President, Vice-President, the two Secretaries, the Treasurer and the three Trustees, shall hold office for one year, commencing on the first day of February. They shall be elected at the January meeting next preceding that date, and shall be formally installed on the night of election, but their predecessors shall continue in charge until the first day of February as aforesaid.

5. The Directors shall hold office for twelve months after election—which period shall commence on the first day of the month next succeeding that in which the election is held. At the first July meeting after the formation of this Association, six of the Directors, to be selected by ballot, or in consequence of voluntary resignation, shall retire, and six new Directors shall be elected in their places. And thereafter six Directors shall retire every six months, at the conclusion of a twelve months' term of office; six new Directors being always elected at the January meeting, and six at the July meeting: retiring Directors and all other officers to be eligible for re-election.

6. Of the whole Board of fourteen, namely, the President, Vice-President, and twelve Directors, any nine shall form a quorum for the transaction of business.

7. The Board shall have power to engage, and to dismiss, all or any of the servants of the Association, except the Manager, who shall be elected by ballot, at a special or general meeting of the members. The duties of the Board shall be, to direct the Manager as to the conduct of business, to make inspection of the same from time to time, and generally, to exercise all the functions with which Directors of Companies or Associations are customarily charged. The Board shall have power to suspend the Manager promptly, should they see cause for so doing.

8. The Directors shall meet at least once a week, and shall then receive from the Manager a statement of the business of the week preceding. A record of the attendance of all the members of the Board at these meetings shall be kept.

9. The terms "Directors," "Board," or "Board of Directors," shall be held to include the President and Vice-President, unless the context shall otherwise clearly show.

10. As a general rule, the duties of the President and Vice-President shall be held to be indicated by the usual custom of Companies or Associations. If at any meetings neither of these officers be present, a President *pro. tem.* shall be elected from among the Directors.

11. It shall be the duty of the President to preside at all meetings of the Directors and members, and to strictly enforce the rules and regulations of the Association. He shall have only the casting vote in cases of equal division; he shall countersign all cheques, drafts, orders, and all the receipts and certificates referred to him, under the Constitution and By-Laws, conjointly with the Recording Secretary or the Treasurer. He shall have power to call a special meeting at the request of five Directors.

12. The Vice-President, in the absence of the President, shall perform all the duties appertaining to that office, and shall be Chairman *ex officio* of all Committees.

13. The Recording Secretary shall attend all meetings of the Association, and keep a record of all its transactions, and publish calls for all meetings; he shall also keep a list of the names, residences and occupations of all the members. He shall keep all books and papers belonging to his office, which shall be open to inspection of members at times hereinafter stated. He shall report monthly, and shall attend to all correspondence, and shall at all meetings announce from his records the order of business.

14. The Financial Secretary shall receive all payments of share-money, fees, fines, and all monies whatever, paid to or put into the business of the Association, except what is received by the Manager for sales. He shall immediately hand over the same to the Treasurer, taking a receipt therefor.

15. The Treasurer shall furnish such security as the Directors shall require, for the performance of the duties of his office. He shall receive and pay all monies for and on behalf of the Society, and his receipts shall be sufficient discharge for the monies therein expressed to be received; and all sums received by him shall be paid into the Bank of the Society, to the credit of the proper account, once at least every week.

16. The Society shall be carried on in the name of three Trustees, who shall be responsible for all liabilities. The Trustees shall be elected by the Members. All monies to be deposited in the name of the Trustees, on behalf of the Society, in any of the chartered banks doing business in the city of Hamilton, which may from time to time be determined by the Directors. No money shall be drawn from the bank without the signature of two Trustees, President and Treasurer. In case of absence or illness of the President and Treasurer, the Vice-President and two Directors.

17. Every person appointed to any office touching the receipt, management or expenditure of money for the purposes of the Association, shall, before entering upon the duties of his office, give such security as is deemed sufficient by the Board of Directors—which security shall be varied in amount from time to time as the amount of the business done shall appear to them to require.

18. The business of this Association shall be a cash business exclusively. No credit shall be either given or taken, and no officer, member, or servant of the Association, or any number of them together, shall have power to contract any debt whatever in its name. Everything shall be bought and sold for cash only, and a standing advertisement to that effect shall appear in the city papers.

19. The interest paid to holders of shares shall be six per cent. per annum on the amount of the same. The profits, after paying interest and expenses, and providing for such reserve, contingent or other funds, as may be established, shall be divided amongst the members in the ratio of their purchases at the store; that is, if one person buys \$100 worth

out of the store in the quarter or three months, and another \$50 worth, the former shall receive twice as much dividend or profit as the latter.

20. Should any member wish to withdraw, and to take up his stock in the Association, and dividends or interest due to him, he may do so by giving notice as under, viz :—

For \$5 and under.....	1 week
" \$5 to \$10	2 weeks
" \$10 to \$20.....	3 "
" \$20 to \$40.....	4 "
" \$40 to \$60.....	5 "
" \$60 to \$80.....	6 "
" \$80 to \$100.....	7 "
" \$100 to \$150.....	2 months.
" \$150 to \$200	3 "

21. Regular quarterly meetings of the members and officers shall be held on the evenings of the third Wednesday in the months of January, April, July and October, in every year, on each of which occasions a full statement of the business of the quarter ending on the last day of the month preceding, shall be submitted to the meeting, the quarterly dividend declared, and other necessary business proceeded with.

22. Should a special meeting be deemed necessary, the President, with the consent of any five Directors, shall have power to call such meeting ; should the President refuse to call one, a majority of the whole Board shall have the said power ; but should they also refuse, ten members, with the consent of any two Directors, may legally call such meeting ; but if all the Directors refuse their consent, twenty members may call the said special meeting. The business transacted at such meeting shall be binding on the Association. No special meeting shall be called without at least seven days' notice ; and no other business can be transacted at a special meeting other than the business specified in the notice convening it.

23. The capital of this Association shall be in shares of five dollars each, and every member shall subscribe for at least two shares. But no member shall hold more than twenty shares, or \$100 of stock in the Association ; nor can any overplus or excess over this amount, arising from accumulations of interest or profits, be left by any member in the

business of the Association, without permission of the Directors.

24. Women may take shares and become members, with permission of the Board of Directors; and shall be allowed to vote by proxy if they choose.

25. The payment of five dollars, or fifty per cent. on two shares, shall constitute a member, conferring all the rights of a member, other conditions being complied with. But no member shall draw more than half of his dividend or profits until he has ten dollars paid up in full.

26. Those unable to pay the five dollars at once, may do so in instalments of not less than 25 cents per week, and shall become members when \$5 is paid in.

27. Until such a time as a member has his full amount of \$10 paid up, he shall continue to make weekly instalments towards the same of not less than 25 cents per week.

28. No wine or malt, spirituous, or intoxicating liquors, shall be sold or dealt in by this Association.

29. Any person paying up the requisite amount and becoming a member in regular form, thereby binds himself to conform to all the Rules and By-laws of the Association.

30. A new Rule or By-law may be established by a simple majority of votes; but no existing By-law can be repealed or essentially altered without a two-thirds vote in favour of such repeal or alteration.

31. The Directors shall have the power to exclude from membership any person whom, in their discretion, they may deem it improper to admit.

32. As a general rule, every facility will be afforded for the transfer of shares from any party desirous of selling, to another who may be desirous of purchasing. A fee of twenty-five cents shall be payable on every transfer entered on the books. The purchaser or new member shall in every case assume and be subject to all the liabilities and obligations before resting on the seller. But no transfer can be made without permission of the Directors; who, as elsewhere provided, have power to exclude from the Society at their discretion.

33. The shares of a deceased member shall be the property of his or her legal heir or heirs; and a fee of twenty-five cents shall be payable for every name entered on the books, as heir to the shares of a member deceased.

34. The duties of the Manager shall be to obey promptly all instructions that may from time to time be given him by the Board of Directors.

35. In all matters not specially provided for in the Rules, the Directors shall have power to act according to their discretion.

36. At present, the securities to be given are fixed as follows:—Financial Secretary, \$100; Treasurer, \$500; and Manager, \$2,000.

37. The cash taken in the store shall be received by the Treasurer from the Manager at least twice a week.

38. The following obligation shall be signed by every Officer of the Association, upon assuming the duties of his office:

"I,, do solemnly pledge my honor, as a man, that I will faithfully discharge the duties of my office, as of the Hamilton Co-Operative Association; that I will support the Constitution and By-Laws thereof, and that I will enforce the same to the best of my ability."